

**RECORD OF ACTION TAKEN
AT A MEETING OF THE MEMBERS OF 2 Fish
Company, LLC
June 7, 2024**

At a meeting held in person by Scott Millen and Michelle Millen, constituting all of the members ("**Members**") of **2 Fish Company, LLC**, a duly organized Michigan limited liability company (the "**Company**"), in Grand Rapids, MI, on June 7, 2024 (the "**Meeting**"), the Members carried out certain deliberations and took certain actions as described in this record.

The above described Members conducted a lengthy and detailed discussion with advisors and certain other attendees ("**Participants**") regarding the financial viability of the Company and steps that may be taken for the best interests of the Company, its subsidiaries and their employees and creditors. The discussions at this meeting followed a number of other meetings and discussions among various Participants over a period of 6 months leading up to the Meeting. The Members discussed the desirability and necessity of seeking relief within the protections of a Chapter 11 reorganization. After full and deliberate consideration of the desirability and necessity of Chapter 11 relief, the Members agreed that the Company should seek such protections for itself, and the Members directed Scott Millen and Michelle Millen to take steps to give effect to such decision and perform such necessary actions, including filings with the U.S. Bankruptcy Court, and such other actions after such filing to provide for orderly operations and financing of the Company and to carry out that decision.

This record of action is hereby further augmented by the following formal resolutions, which, while adopted as part of the record, are intended only to formalize the actions taken and do not otherwise amend or retract any part of the decisions made at the Meeting.

RESOLVED, that the Company was, by action of its Members, at a meeting duly held, authorized to: (a) file a voluntary petition (the "**Petition**") for relief under Chapter 11 or any other chapter of the United States Bankruptcy Code, 11 U.S.C. §§ 101 et (the "**Bankruptcy Code**") for which the Company is eligible, in the United States Bankruptcy Court for the Western District of Michigan or such other court as the Company's officers shall determine to be appropriate (the "**Bankruptcy Court**"), and perform any and all such acts as are reasonable, advisable, expedient, convenient, proper or necessary to effect any of the foregoing;

FURTHER RESOLVED, that each of the Company's members, including without limitation Scott Millen and Michelle Millen (the "**Designated Officers**") acting alone or collectively, were and are, authorized, directed and empowered on behalf of and in the name of the Company to: (a) execute and verify the Petition as well as all other ancillary documents and cause the Petition to be filed with the Bankruptcy Court and any ancillary documents that the [Designated Officer / Member] deems necessary or desirable to carry out the intent and accomplish the purposes of these resolutions (such approval to be conclusively established by the execution thereof by such Designated Officer); (b) execute, verify and file or cause to be filed all petitions, schedules, lists, motions, applications and other papers or documents (including debtor in possession loan agreements) necessary or desirable in connection with the Petition and the administration of the Company's bankruptcy case; and (c) execute and verify any and all other documents necessary or appropriate in connection therewith in such form or forms as any such Member

may approve;

FURTHER RESOLVED, that the Company, as debtor and debtor in possession under chapter 11 of the Bankruptcy Code, was and is, authorized to borrow funds and undertake related financing transactions and execute corresponding financing documents, including negotiating arrangements for the use of "cash collateral" as such term is defined by the Bankruptcy Code (collectively, the "**Financing Transactions**") from such lenders and on such terms as may be approved by the Members as being reasonably necessary for the continuing conduct of the affairs of the Company, and grant security interests in and liens upon all or substantially all of the Company's assets as may be deemed necessary in connection with such Financing Transactions;

FURTHER RESOLVED, that the Company was and is authorized, directed and empowered to take or cause to be taken any and all such further actions, to execute and deliver any and all such agreements, including agreements for the sale of some or substantially all assets of the Company, certificates, instruments and other documents and to pay all expenses, including filing fees, in each case as the Members determine shall be necessary or desirable in order to properly administer the Company's chapter 11 proceeding or to fully carry out the intent and accomplish the purposes of the resolutions adopted herein; and

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken or to be taken by the Members in connection with the implementation of these resolutions are in all respects ratified, confirmed and approved.

FURTHER RESOLVED, that all of the foregoing shall apply as well to the Company's subsidiary(ies), which have been listed above.

By acceptance and execution of this record, the Members also is taking the following action:

RESOLVED, that the Company is authorized, directed and empowered to retain, on behalf of the Company, (a) the law firm(s) of OPPENHUIZEN LAW FIRM, PLC, to serve a counsel to the Company for the bankruptcy proceedings, and (b) such additional professionals, including attorneys, accountants, financial advisors, investment bankers, consultants or brokers, in each case as the Members determine may be necessary in connection with the Company's case under any chapter of the Bankruptcy Code and other related matters, on such terms as such officer(s) shall approve;

The foregoing record and additional action is hereby acknowledged and accepted, and the appropriate officers of the Company are directed to place a copy of this record in the records of the Company.

Members of 2 Fish Company, LLC:

/s/ Scott Millen

Scott Millen

/s/ Michelle Millen

Michelle Millen